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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

RICHARD TUNICK, on Behalf of Himself
and Derivatively on Behalf of 3M
COMPANY,

Plaintiff,

v.

THOMAS K. BROWN, PAMELA CRAIG,
DAVID B. DILLON, MICHAEL L. ESKEW,
HERBERT L. HENKEL, AMY E. HOOD,
MUHTAR KENT, DAMBISA F. MOYO,
GREGORY R. PAGE, MICHAEL ROMAN,
PATRICIA A. WOERTZ, INGE G.
THULIN, NICHOLAS C. GANGESTAD,
IPPO VROHIDIS, and TERI REINSETH,

Defendants.

v.

3M COMPANY,

Nominal Defendant.

Civil Action No. _____

**PLAINTIFF'S MOTION TO SEAL PLAINTIFF'S VERIFIED SHAREHOLDER
DERIVATIVE COMPLAINT PURSUANT TO LOCAL CIVIL RULE 5.3(C)**

Plaintiff Richard Tunick (“Tunick” or “Plaintiff”), by and through his undersigned counsel, respectfully requests that the Court enter an order permitting Tunick to file his Verified Shareholder Derivative Complaint (the “Complaint”) under seal pursuant to Local Civil Rule 5.3(c). As grounds for this motion, Plaintiff states as follows:

1. On November 15, 2019, Plaintiff sent a demand to Nominal Defendant 3M Company (“3M” or the “Company”) to inspect the Company’s books and records pursuant to Delaware General Corporation Law 8 *Del. C.* §220 to investigate credible evidence of wrongdoing at the Company (the “Demand”). On May 6, 2020, the Plaintiff and 3M entered into an Agreement (the “Confidentiality Agreement”) pursuant to which the Company would produce certain non-public and confidential commercial, business, financial, and other proprietary information (the “Confidential Information”), under certain conditions and on a confidential basis. The Confidentiality Agreement requires that Plaintiff maintain the confidentiality of all Confidential Information and any information derived therefrom.

2. The Company is engaged in proprietary and confidential business activities and could be prejudiced if Confidential Information pertaining to the Company or its business were to be disclosed publicly or to third parties. As such, the Confidentiality Agreement requires Plaintiff to file the Complaint under seal and prohibits the disclosure of the Confidential Information, and any information derived therefrom, to third parties or to the public.

3. Plaintiff will file a public redacted version of the Complaint within one day of the entry of an order regarding this motion to seal Plaintiff’s Complaint, in order to address the public’s interest in having access to court records, and in accordance with Local Civil Rule 5.3(c)(4) and the related instruction for the Court’s administrative procedures.

4. There is good cause to seal the Complaint and have a redacted version made available to the public. The Complaint contains commercially sensitive and proprietary information that could harm the Company's commercial interests if released. *See* Fed. R. Civ. P. 26(c)(1)(G) (allowing for protection of "commercial information"). The Confidential Information includes information about 3M's internal processes, financial controls, and information relating to the Company's accounting for litigation expenses and risk management practices. Disclosure of these materials would provide competitors with information neither previously known nor publicly available, and result in an unfair competitive advantage.

5. Plaintiff has consulted with counsel for the Defendants, who do not oppose this motion to seal.

6. Plaintiff has delivered the instant motion and proposed order, and will file a copy of the Complaint, pending ruling on this motion, under seal in accordance with the Local Rules and the parties' Confidentiality Agreement.

WHEREFORE, Plaintiff respectfully requests, pursuant to Local Civil Rule 5.3(c), that the Court allow the Complaint to be filed under seal, with a public redacted version to follow.

Dated: August 14, 2020

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/s/ Scott R. Jacobsen

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CERTIFICATION OF SERVICE

I hereby certify that on August 14, 2020, I caused the foregoing to be hand delivered to the Clerk of the Court, who will place it on the CM/ECF system, which will send notification of such filing to the email addresses denoted on the Electronic Mail Notice List. All parties not so registered will be served via email or U.S. Mail.

/s/ Scott R. Jacobsen
Scott R. Jacobsen